

**EXHIBIT 2**

**REDACTED VERSION**

**OF DOCUMENT**

**SOUGHT TO BE SEALED**

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HIGHLY CONFIDENTIAL - ATTORNEYS' EYES ONLY

VIDEOTAPED DEPOSITION OF  
LAMBERTUS HESSELINK, Ph.D.  
San Francisco, California  
Tuesday, September 26, 2017  
Volume I

Reported by:

MARY J. GOFF

CSR No. 13427

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Page 1

## HIGHLY CONFIDENTIAL - ATTORNEYS EYES ONLY

1	I said before, I teach courses in that field as	10:06:19
2	well.	10:06:22
3	Q To confirm, you have never worked on	10:06:22
4	self-driving cars, correct?	10:06:24
5	A Not specifically on self-driving cars,	10:06:27
6	correct.	10:06:29
7	Q And then again with the same up to page 17	10:06:30
8	"Scholarly Publications" barrier in mind, what	10:06:33
9	expertise would you point to on your CV that relates	10:06:39
10	to the design of an actual printed circuit board	10:06:41
11	with components and circuit layouts and the metal	10:06:47
12	layers, et cetera?	10:06:51
13	MR. NEUKOM: Objection to form.	10:06:54
14	A Where I personally have designed and laid	10:06:56
15	out a printed circuit board?	10:06:59
16	Q (BY MR. JACOBS) Correct.	10:07:01
17	A The only printed circuit board work that I	10:07:10
18	have done has been in relationship to classes that I	10:07:12
19	have taught. And during my Ph.D. work at Caltech, I	10:07:15
20	actually built my own electronic circuits.	10:07:18
21	But I'm certainly not an expert on printed	10:07:22
22	circuit board technology and the many different ways	10:07:27
23	in which that can be done.	10:07:29
24	But I have utilized it in a number of	10:07:32
25	applications, and I have been involved in companies	10:07:35

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1	autonomous vehicles. Is that what your question is?	02:53:33
2	Q All right. Now I see the confusion.	02:53:35
3	Is -- is the availability of a -- of LiDARs to	02:53:37
4	Waymo, a gating item today in Waymo's deployment	02:53:39
5	commercially of fully autonomous vehicles?	02:53:45
6	MR. NEUKOM: Objection to form.	02:53:50
7	A I -- I have no direct knowledge of what	02:53:53
8	the critical paths are in the development of that	02:53:55
9	product or service or technology.	02:54:00
10	Q (BY MR. JACOBS) And in the case of Uber,	02:54:01
11	is the availability of LiDARs to Uber, the reason	02:54:02
12	Uber has not deployed commercially fully autonomous	02:54:08
13	vehicles?	02:54:13
14	A I -- I have no insight. The only thing I	02:54:19
15	can say about it is that Uber started driving a lot	02:54:22
16	of miles after Levandowski went from Google to Uber,	02:54:28
17	and I would think that that is an absolute	02:54:32
18	prerequisite of making that system work.	02:54:35
19	But if the LiDAR is a limiting factor, I	02:54:38
20	would certainly not know.	02:54:42
21	Q Let me ask it conversely. If -- let's	02:54:43
22	assume the worst-case scenario from Waymo's	02:54:46
23	intellectual property standpoint, which is a	02:54:50
24	hypothetical in which Levandowski actually does take	02:54:52
25	the schematics for GBR3 and creates a clone of GBR3	02:54:56

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1	at Uber and then proliferates that kind of LiDAR	02:55:05
2	across a large population of cars.	02:55:12
3	Would Uber be able to deploy those cars	02:55:16
4	today under the -- under that factual scenario	02:55:20
5	commercially for fully autonomous driving?	02:55:23
6	A I would think that would be unlikely. But	02:55:28
7	I have no insight as to what other things that Uber	02:55:31
8	is working on, if they have a stellar software team,	02:55:35
9	if they have all the needed components to make a	02:55:39
10	self-driving car.	02:55:42
11	So far I don't think I have seen an	02:55:43
12	example that they can do that. But again, I have no	02:55:46
13	insight into the Uber development program, other	02:55:49
14	than what I have opined about.	02:55:53
15	Q What is an example in your work with	02:55:57
16	imaging? And you can correct the word, if you want.	02:56:01
17	I just use imaging to describe a lot of your	02:56:05
18	research work related -- that you were describing	02:56:07
19	before.	02:56:10
20	What is your work related to imaging in	02:56:11
21	which the software -- as you look back on it, the	02:56:12
22	software was the most significant challenge you	02:56:16
23	needed to overcome?	02:56:18
24	A Well, in the 1990s -- actually, going back	02:56:19
25	to the 1980s, fluid mechanics prior to that was	02:56:29

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1 [REDACTED] So based on all of that analysis that I 05:25:44  
2 have, I believe that they are very similar. 05:25:48  
3 Q And "they" being [REDACTED] in GBR3 05:25:50  
4 in Fuji? 05:25:53  
5 A Yeah, [REDACTED] [REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED] 05:26:05  
9 A As far as I can tell from what I know, 05:26:12  
10 yes. 05:26:15  
11 Q Is it your understanding when you were 05:26:20  
12 calculating the time periods that relate to the 05:26:22  
13 value of each of the trade secrets in your report 05:26:27  
14 that work on -- the work that was foregone by virtue 05:26:29  
15 of, you say, acquisition of the trade secrets was 05:26:38  
16 work that would have been done in -- sequentially as 05:26:42  
17 to each trade secret or in parallel? 05:26:47  
18 MR. NEUKOM: Objection to form. 05:26:52  
19 A That's a complicated question I can't 05:26:53  
20 really answer completely. So so my understanding is 05:26:56  
21 that there was a limited number of engineers working 05:27:01  
22 on different projects. And since you only have a 05:27:05  
23 certain number of resources, you have to decide 05:27:11  
24 where you spend those resources. 05:27:14  
25 [REDACTED] 05:27:16

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1	[REDACTED]	[REDACTED]
2	[REDACTED]	[REDACTED]
3	[REDACTED]	[REDACTED]
4	[REDACTED]	[REDACTED]
5	[REDACTED]	[REDACTED]
6	[REDACTED]	05:27:37
7	So in that sense, it may or may not have	05:27:38
8	been in parallel or in series. It depends on what	05:27:43
9	the particular trade secrets are. Some of them	05:27:47
10	might have been done in a series. Others probably	05:27:50
11	would have gone in parallel.	05:27:52
12	Q (BY MR. JACOBS) You haven't analyzed	05:27:52
13	which -- what the interrelationships are in that	05:27:54
14	connection?	05:27:57
15	MR. NEUKOM: Objection --	05:28:00
16	A I was not --	05:28:00
17	MR. NEUKOM: -- to form.	05:28:00
18	A -- I was not asked to kind of build a time	05:28:01
19	sequence and find out how these trade secrets were	05:28:05
20	misappropriated and what the relation was --	05:28:09
21	relationship was between them.	05:28:11
22	Q (BY MR. JACOBS) And as between LiDAR	05:28:13
23	development --	05:28:16
24	THE VIDEOGRAPHER: I can't hear you.	05:28:16
25	Q (BY MR. JACOBS) -- and other aspects -- as	05:28:18

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1	between LiDAR development and other aspects of	05:28:19
2	autonomous vehicle development, is it your	05:28:23
3	understanding that those other aspects could not	05:28:24
4	have been undertaken until the foregone time that we	05:28:29
5	were just referring to was expended or that all that	05:28:34
6	could have -- could under -- could be undertaken in	05:28:38
7	parallel?	05:28:40
8	MR. NEUKOM: Objection to form.	05:28:41
9	A     It's a complicated question. So you said,	05:28:43
10	All the other aspects.	05:28:45
11	I'm not quite sure what you mean by that.	05:28:47
12	Q     (BY MR. JACOBS) Well, let me back up. You	05:28:49
13	understand that Uber has been using Velodyne LiDARs	05:28:50
14	on its self-driving vehicles to develop its	05:28:53
15	self-driving capability to date, correct?	05:28:57
16	A     That's part of --	05:29:00
17	MR. NEUKOM: Objection to form.	05:29:01
18	A     -- I believe that that's part of their	05:29:01
19	process, yes.	05:29:03
20	Q     (BY MR. JACOBS) And that -- and do you	05:29:03
21	have any information that any other LiDAR has been	05:29:05
22	actually installed on an Uber self-driving vehicle	05:29:08
23	that's been deployed to the roadway?	05:29:11
24	A     I don't have detailed knowledge about	05:29:15
25	everything that is on Uber's driving cars.	05:29:17

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1	Q	That 12-month period would have ended last	05:35:33
2		month, correct, sir?	05:35:36
3		MR. NEUKOM: Objection to form.	05:35:40
4	A	And if they started 13 months or 12 months	05:35:40
5		ago.	05:35:45
6	Q	(BY MR. JACOBS) And August 12, 2016 was	05:35:45
7		when the acquisition closed?	05:35:47
8	A	Yeah. Oh, I mean, if they started then	05:35:49
9		and if that was the 12-month period, that would be	05:35:52
10		the case, if you calculate it that way.	05:35:54
11	Q	And meanwhile, Uber's use of Velodyne	05:35:56
12		LiDAR to develop other aspects of its self-driving	05:35:59
13		technology would be underway, correct, sir?	05:36:02
14		MR. NEUKOM: Objection to form.	05:36:04
15	A	I believe that they are doing experiments	05:36:06
16		with the LiDAR from Velodyne.	05:36:10
17	Q	(BY MR. JACOBS) So you're familiar with	05:36:13
18		the expression "the but-for world"?	05:36:14
19	A	Which one?	05:36:16
20	Q	The but-for-world?	05:36:16
21	A	No.	05:36:16
22	Q	And the but-for world is the hypothetical	05:36:16
23		world in which the misappropriation does not take	05:36:19
24		place.	05:36:22
25	A	Okay.	05:36:23

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1	Q	So in the hypothetical world from your	05:36:24
2		standpoint, the actual world from our standpoint,	05:36:26
3		the -- the hypothetical world from your standpoint,	05:36:28
4		the hypothetical but-for world, is it your	05:36:30
5		contention that the mis -- the alleged	05:36:40
6		misappropriation that has taken place had to have	05:36:48
7		been addressed by Uber's own development efforts	05:36:53
8		before any other autonomous vehicle development	05:36:56
9		efforts could be undertaken?	05:36:59
10		MR. NEUKOM: Objection to form. And I	05:37:01
11		will take a standing objection to any question that	05:37:07
12		relies on this hypothetical or but-for world.	05:37:10
13		And I think counsel and I have an	05:37:12
14		different understanding of that term, so -- but you	05:37:14
15		should still answer to the best of your ability.	05:37:21
16	A	You're -- if I understand you correctly,	05:37:27
17		you're asking me in some hypothetical world whether	05:37:28
18		or not Uber would have to carry out all of these	05:37:32
19		trade secret efforts to design around it or develop	05:37:37
20		it on their own before they can do something else?	05:37:39
21	Q	(BY MR. JACOBS) Yes.	05:37:43
22	A	I would say the answer to that is no.	05:37:45
23		There are certain things that you could do without	05:37:50
24		first working out all of the trade secrets.	05:37:55
25	Q	Is there any trade secret that is a	05:37:59

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1 I, MARY J. GOFF, CSR No. 13427, Certified  
2 Shorthand Reporter of the State of California,  
3 certify;

4 That the foregoing proceedings were taken  
5 before me at the time and place herein set forth, at  
6 which time the witness declared under penalty of  
7 perjury; that the testimony of the witness and all  
8 objections made at the time of the examination were  
9 recorded stenographically by me and were thereafter  
10 transcribed under my direction and supervision; that  
11 the foregoing is a full, true, and correct  
transcript of my shorthand notes so taken and of the  
testimony so given;

12 That before completion of the deposition,  
13 review of the transcript ( ) was (XX) was not  
14 requested: ( ) that the witness has failed or  
refused to approve the transcript.

15 I further certify that I am not financially  
16 interested in the action, and I am not a relative or  
17 employee of any attorney of the parties, nor of any  
of the parties.

18 I declare under penalty of perjury under the  
19 laws of California that the foregoing is true and  
20 correct, dated this 27th day of September 2017.  
21  
22

23   
24

25 MARY J. GOFF, CSR No. 13427